

\$16.00

LAW OFFICES

# ROSS & HARDIES

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

150 NORTH MICHIGAN AVENUE

CHICAGO, ILLINOIS 60601-7567

312-558-1000

TWX NUMBER  
910-221-1154

TELECOPIER  
312-750-8600

PARK AVENUE TOWER  
65 EAST 55TH STREET  
NEW YORK, NEW YORK 10022-3219  
212-421-5555

580 HOWARD AVENUE  
SOMERSET, NEW JERSEY 08873  
908-563-2700

888 SIXTEENTH STREET, N.W.  
WASHINGTON, D.C. 20006-4103  
202-296-8600

March 2, 1993 , 18145

RECORDATION NO. \_\_\_\_\_ FILED 1425

## Via Federal Express

MAR 3 1993 11:10 AM

Sidney L. Strickland, Jr.  
Secretary

Interstate Commerce Commission

12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION  
3-062A007

Dear Mr. Strickland:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original executed copy and three photostatic copies of a Bill of Sale, dated as of February 25, 1993, from NorRail, Inc. to Nova Natural Resources Corporation, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

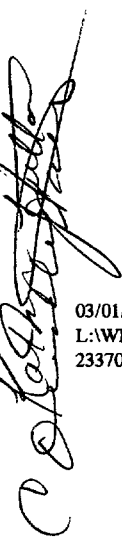
Seller: NorRail, Inc.  
308 12th Avenue South  
Buffalo, MN 55313

Buyer: Nova Natural Resources Corporation  
1900 Waxe Street, Suite 305  
Denver, CO 80202

A description of the railroad equipment covered by the enclosed document is set forth on Appendix A to the Bill of Sale.

Also enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

03/01/93  
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23370-1.LTR



Sidney L. Strickland, Jr.  
March 2, 1993  
Page 2

Kindly return the stamped original and two stamped photostatic copies of the enclosed document and the stamped photostatic copy of this letter to Susan G. Lichtenfeld at Ross & Hardies, 150 North Michigan Avenue, Suite 2700, Chicago, Illinois 60601.

Following is a short summary of the enclosed document:

Document to be Recorded

Bill of Sale dated as of February 25, 1993 from NorRail, Inc., as Seller, to Nova Natural Resources Corporation, as Buyer, covering forty (40) gondola railcars.

Very truly yours,

  
Susan G. Lichtenfeld

SGL:ed  
w/encl.

cc: Bradley C. Gunstad  
Robert W. Kleinman

18145

RECORDATION NO. \_\_\_\_\_ FILED 1425

MAR 3 1993 11:10 AM

INTERSTATE COMMERCE COMMISSION

## BILL OF SALE

For and in consideration of the sum of \$10.00  
\_\_\_\_\_ and other good and valuable consideration, the receipt  
of which is hereby acknowledged, NorRail, Inc.  
\_\_\_\_\_ (the "Seller") does hereby sell, assign and  
transfer unto Nova Natural Resources Corporation  
(the "Buyer"), and its successors and assigns, the Equipment as  
described in Exhibit A No. (ATTACHED).

The Seller hereby warrants that it has good and marketable  
title to the Equipment and that the Seller's title thereto is free  
from all liens and encumbrances.

This Bill of Sale is being delivered in connection with the  
Purchase and Sale Agreement between the Seller and the Buyer dated  
as of February 2, 1993. EXCEPT FOR THE WARRANTY OF TITLE  
SET FORTH IN THIS BILL OF SALE AND THE REPRESENTATIONS AND  
WARRANTIES SET FORTH IN THE AGREEMENT, the Equipment is being sold  
to Buyer by the Seller, "as is, where is" without any other  
representations and warranties whether written, oral or implied,  
and the Seller shall not by virtue of having sold the Equipment  
herewith, be deemed to have made any representation or warranty as  
to the merchantability, fitness for a particular purpose,  
operability, design or condition of, or as to the quality of the  
material or workmanship in, the Equipment.

IN WITNESS WHEREOF, The undersigned has executed this Bill of  
Sale as of the 25th day of February 1993.

NorRail, Inc.

By: Russell D AdamsIts: Vice President Sales

State of Minnesota  
County of Wright

Subscribed and sworn to:

JOYCE M. BEIG

NOTARY PUBLIC—MINNESOTA  
WRIGHT COUNTY

My Commission Expires June 4, 1996

APPENDIX A

Forty Gondolas

PLE 46001  
PLE 46004  
PLE 46006  
PLE 46010  
PLE 46017  
PLE 46022  
PLE 46029  
PLE 46030  
PLE 46034  
PLE 46036  
PLE 46044  
PLE 46047  
PLE 46049  
PLE 46054  
PLE 46055  
PLE 46056  
PLE 46059  
PLE 46060  
PLE 46063  
PLE 46065  
PLE 46071  
PLE 46072  
PLE 46074  
PLE 46076  
PLE 46077  
PLE 46086  
PLE 46087  
PLE 46091  
PLE 46095  
PLE 46098  
PLE 46099  
PLE 46115  
PLE 46118  
PLE 46124  
PLE 46132  
PLE 46133  
PLE 46138  
PLE 46139  
PLE 46140  
PLE 46148

STATE OF MINNESOTA

)  
) SS.  
)

COUNTY OF WRIGHT

On this 25th day of February, 1993, before me personally appeared Russell S. Adams, to me personally known, who, being by me duly sworn, acknowledged before me that he is the Vice President Sales of NorRail, Inc., and that the foregoing Bill of Sale was signed on behalf of said corporation by authority of its Board of Directors. Further, he acknowledged before me that the execution of the foregoing Bill of Sale was the free act and deed of said corporation.

LeeAnn M. Goerss  
Notary Public

My Commission Expires:

